

February 19, 2024

Ms. Helen Aguirre-Ferre  
RPOF Executive Director  
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Dear Ms. Helen Aguirre-Ferre:

The purpose of this letter is to formally file a grievance against the following members of the board of the Manatee County Republican Executive Committee (Board): Chair: April Culbreath, State Precinct Committeeman: Dave Matthews and State Precinct Committeewoman: Cindy Spray. We herein specify the following grievances and remedies sought.

**The specific grievance includes the following issues:**

**1) The lack of recognition of the Special Meeting of the Manatee County Republican Executive Committee (MCREC) on January 22, 2024.** This Special Meeting met all necessary requirements under the County Model Constitution under Article VII: Powers and Duties of the Executive Committee, Section 3. The meeting was called by the Committee's Vice Chairman, ("Vice Chair") Nathan Knight, 10 days prior to the Date of the Meeting, with the email listing the subject of the meeting (Attachment 1) and agenda (Attachment 2). The Vice Chair called the meeting after he inspected the conforming petition and the signatures of 48% of the membership (Attachment 3). During his review the **Vice Chair was advised by Mark Cross, Chair of the RPOF Grievance Committee, that he must call for the meeting based on these circumstances.**

Please see the attached minutes (Attachment 4) of the Special Meeting for the actions taken by the full committee at the meeting, including but not limited to:

- 1) the approval of the Manatee County Republican Executive Committee Financial Policy and Controls ("Financial Policy", Attachment 5)
- 2) the election of a new MCREC Secretary ("Secretary") Sandra Freas,
- 3) the election of a new MCREC Treasurer ("Treasurer") Jacqueline Heisse,
- 4) the following three approved motions which:
  - require draft meeting minutes & agendas sent 10 days prior to all meetings,
  - allow handouts at MCREC meetings by members and,
  - open all MCREC board meetings to all MCREC members and requires 24 hour notice of the scheduled meetings by the Board to all such members.

The January 22, 2024 Special Meeting was attended by 94 members, meeting quorum. See sign-in sheets of the membership for the January 22, 2024 Special Meeting (Attachment 6).

At the current time, the three board members named above refuse to recognize the meeting and are not allowing the new officers to assume their roles. They are also currently out of compliance with the new Financial Policy. In accordance with the County Model Constitution, Article III, Section 8, County Executive Board, "The Board shall be subject to the

orders of the County Executive Committee, and none of its acts shall conflict with the action taken by the County Executive Committee.” This Financial Policy is an order from the MCREC.

The Financial Policy was adopted to ensure compliance with Florida Statute 103.121 Section (2) which explicitly states that “The chair and the treasurer of an executive committee of any political party shall be accountable for the funds of such committee and jointly liable for their proper expenditure for authorized purposes only.” Further this statute requires that “The treasurer of each county executive committee shall maintain adequate records evidencing receipt and disbursement of all party funds received by him or her, and such records shall be publicly audited at the end of each calendar year and a copy of such filed with the supervisor of elections and the state executive committee prior to April 1 of the ensuing year.” The treasurer cannot have liability without the authority granted within the Financial Policy. Therefore, without the Financial Policy, no qualified member would serve as treasurer as this person would have undue personal legal liability and risk. The previous treasurer resigned over what he called “significant and severe legal implications” stemming from his fiduciary responsibility. The Financial Policy is not unique and includes basic procedures and internal controls that any professional non-profit organization should have in place.

**2) The disruptive actions of the Chair April Culbreath, in interfering with the execution of the Special Meeting on January 22, 2024.** These actions included: 1) sending out a email on January 18, 2024 to MCREC members stating there would be no meeting in January 2024 (Attachment 7), 2) canceling the Bradenton Moose Hall venue (initial planned site of the Special Meeting) without notice to the Vice Chair or membership and interfering with the relationship of the MCREC and its vendor, and 3) sending out an email on the night of the meeting to MCREC members saying there was an attempt to call a meeting but that the notice was not valid (Attachment 8), and 4) not providing support for the meeting as it was called under the rules stated above. The Chair’s actions violated the Vice Chair and MCREC members’ rights to call a special meeting in accordance with the County Model Constitution, Article VII, Section 3.

**3) The many actions of Chair April Culbreath that are not in accordance with Florida Statutes, RPOF Party Rules of Procedure, the County Model Constitution, and Robert’s Rules of Order, 12th Edition.**

**April Culbreath was the direct cause of the resignation of our elected Treasurer Bruce Stamm** because she did not allow him to meet his fiduciary obligations to the MCREC, by 1) not allowing him to seek proper authorization for her expenditures, 2) not providing him with proper documentation of spending, 3) unilaterally going to the bank and requesting an additional starter checkbook and making large withdrawals without notifying the treasurer or obtaining authorization from the MCREC, 4) ceasing all communication between herself and the Treasurer Bruce Stamm and 5) interfering with the treasurer’s communication with the MCREC at the December 11, 2023 meeting (witnessed by all member attendees). Specifically, the Chair prevented the treasurer from informing the members of the Chair’s unauthorized expenditures and to place them before the MCREC for approval.

As you are aware, the treasurer is jointly liable for the funds of the MCREC under Florida Statute 103.121 (2) which clearly states “the chair and treasurer of any political party shall be accountable for the funds of such committee and jointly liable for their proper expenditure for authorized purposes only.” Further in the Florida Statute 103.121 (3), “Any chair or treasurer of a county executive committee of any political party who knowingly misappropriates, or makes an unlawful expenditure, or a false or improper accounting for, the funds of such committee is guilty of a felony of the third degree, punishable as provided in s.775.082, s.775.083, or s.775.084.” RPOF Party Rules of Procedure Rule 6 Section D No. 4 clearly defines the County Treasurer role. The County Model Constitution, Article VII Section 8: Powers and Duties of the

Executive Committee, states that “The chairman and treasurer of a County Executive Committee shall be accountable for the funds of such committee and jointly liable for their proper expenditure for authorized purposes only.” Robert’s Rules of Order, 12th Edition also prescribes specific duties of the treasurer. **Our Treasurer was placed in an untenable position by the actions of Chair April Culbreath resulting in his resignation (Attachment 9).**

**After forcing this resignation, Chair April Culbreath unilaterally appointed a handpicked replacement for Treasurer** instead of calling a meeting for an election by the MCREC (Attachment 10). According to the County Model Constitution Article IV Section 3, “the election of officers and the filling of vacancies shall be by ballot”, and Section 5 “All vacancies shall be filled by the majority vote of a quorum present at a duly called meeting of the County Executive Committee.” It is important to note that the appointed individual attended the Special Meeting and voted for the current Treasurer Jacqueline Heisse. Chair April Culbreath also appointed an interim secretary at the December 11, 2023 MCREC meeting upon the sudden resignation of the former secretary, Marni Matarese (Attachment 11). This appointed individual also attended the Special Meeting and voted for the current Secretary Sandra Freas. Ms. Matarese later stated she resigned due to a lack of leadership on the Board.

**Chair April Culbreath spent MCREC funds without proper approval and knew she was acting outside of her level of authority at the time.** At the December 11, 2023 MCREC meeting, the Board placed a motion on the agenda (Attachment 12) “that the Chair of the MCREC is pre-approved to make expenditures related to operating expense of up to \$1,000 each.” This motion provides direct evidence that April Culbreath, Dave Matthews and Cindy Spray did not believe the Chair had authorization for spending without MCREC approval. This motion failed by a large majority with no roll call needed (Attachment 11).

After being explicitly denied authorization from the MCREC for discretionary spending at any amount on December 11, 2023, Chairman April Culbreath proceeded to spend MCREC funds without proper authorization. On January 18, 2024, Ms. Culbreath appeared in Manatee County Small Claims Court and offered the plaintiff a check for \$1,000 to settle the claim against the MCREC and two of its members (Case No. 2023C 7018). It should be noted that on the summons it states that “whoever appears for a party must have full authority to settle all amounts from zero to the amount of the claim without further consultation.” Chairman Culbreath also hired an attorney to represent the MCREC for this small claim. It is clear that Chairman April Culbreath and the Board offered this settlement and hired an attorney without the authorization of the MCREC.

**As of the date of the petition to call the January 22, 2024 Special Meeting, there had been no notification to the MCREC of the appointment of an audit committee. Further, Chair April Culbreath delayed calling a meeting to elect a treasurer until March 26, 2024 even though an audit report of the financial records is due April 1, 2024.** As stated earlier, Florida Statute 103.121 Section (2) states “records shall be publicly audited at the end of each calendar year and a copy of such filed with the supervisor of elections and the state executive committee prior to April 1 of the ensuing year.” The treasurer is solely responsible for these actions. The members of the MCREC had little choice but to call a Special Meeting to elect a treasurer and begin the process of forming an audit committee.

On February 15, 2024, at 10:07 pm, we received a forwarded email from Bruce Stamm, the former treasurer, inquiring if we had appointed audit committee members (Attachment 17). the forwarded email shows an MCREC member being contacted by another member, Ted McCormac, for the purpose of assembling an audit committee and organizing an audit meeting for Monday February 19, 2024. The County Model Constitution Article VII: Powers and Duties

of the Executive Committee Section 8 Paragraph 2 states, “The Audit Committee shall consist of six members of the County Executive Committee, five of whom shall be appointed based on the recommendation of, respectively, the County Executive Committee’s Vice Chairman, Secretary, Treasurer, State Committeewoman and State Committeeman. The Chairman of the County Executive Committee shall appoint as the members of the Audit Committee the persons recommended as described in this Rule. The Audit Committee shall elect its own Chairman.”

This email indicates that the audit committee has been formed in violation of the County Model Constitution in several ways as follows:

1) Vice Chair Nathan Knight’s recommendation of MCREC member Michael Keegan, who has eleven years of public accounting and four years of private auditing experience was ignored.

2) Secretary Sandra Freas and the Treasurer Jacqueline Heisse were not asked by the Chair or Board for their recommendations and therefore did not provide the prescribed input into the formation of the audit committee. As a result, there are only four members on the committee versus the six member requirement.

As the Vice Chair’s recommendation has been ignored, and there was no input from the Secretary and Treasurer, all four members of the audit committee were appointed by the three Board members who are subject to this grievance and were identified by the former treasurer as receiving proceeds of unauthorized disbursements.

3) It is clear that the audit committee chair was pre-selected before the audit committee was formed as the email organizing the audit committee and audit on February 19, 2024, is signed by Ted McCormac, Audit Committee Chair. As stated above the County Model Constitution states that “the audit committee shall elect its own Chairman.”

4) According to Ted McCormac, “audit committee chair, “Jack May will provide the treasurer’s records to review and the Chair April Culbreath and the State Committeeman Dave Matthews will be on hand to help us navigate the records.” The appearance and facts of independence in this “audit” is certainly questionable. Jack May is not the duly elected MCREC treasurer as, discussed previously, he was recently (illegitimately) appointed treasurer by the Chair and based on his actions at the January 22, 2024 Special Meeting, it is unclear he accepted this role. His participation in the audit is inappropriate as he lacks both the authority and fiduciary responsibility to do so.

**Chair April Culbreath decided to single out a member of the MCREC for removal from the MCREC and used her influence at the Supervisor of Elections office to effect that removal without due process and proper authority.** Chair Culbreath unilaterally contacted the supervisor of elections office and recklessly directed the clerk to remove a duly elected MCREC member from the MCREC membership role (Attachment 13). She claimed that the reason for her removal was that she moved to a new precinct (which had an available seat open) and refused to sign a new loyalty oath. Chair Culbreath did this without notifying the member and without the authority to do so under Florida State Law, RPOF Rules of Procedure or the County Model Constitution. This action appears to be in direct retaliation against a member who was key to organizing the petition to call the January 22, 2024 Special Meeting. The County Model Constitution, Article III, Section 3, states that “If a county committeeman or committeewoman moves from one precinct or district to another within the same county, and the new precinct or district has a vacancy, then the committeeman or committeewoman may be administratively moved to the new precinct or district without the requirement of an election

as set forth above.” There is no requirement in any of our governing documents that an MCREC member must sign a second Loyalty Oath upon moving to another precinct.

Furthermore, removal from membership is provided under only two sections of the County Model Constitution Article V, Section 1 provides for removal as follows: “Members or officers of the County Executive Committee may be removed from office upon a two-thirds (2/3) vote of the membership of the County Executive Committee present at any regular or special meeting after ten (10) days notice to the membership of the County Executive Committee that a motion for the purpose of removal of a member or officer will be considered at a said meeting, provided that such two-thirds vote constitutes at least a majority of the full County Executive Committee.” Article V, Section 4 a) provides for removal as follows: “A county executive committee member who is absent for three (3) consecutive regular meetings without a valid excused absence shall be removed from the County Executive Committee as of the date of the third consecutive missed meeting.” Neither of the previous circumstances under Article V apply in this case.

This action by Chair Culbreath is the wrongful removal of a member according to the Florida Statute 103.141 which states “Removal of county executive committee member for violation of oath.—If the county executive committee by at least a two-thirds majority vote of the members of the committee, attending a meeting held after due notice has been given and at which meeting a quorum is present, determines an incumbent county executive committee member is guilty of an offense involving a violation of the member’s oath of office, the member shall be removed from office and the office shall be deemed vacant. However, if the county committee wrongfully removes a county committee member and the committee member wrongfully removed files suit in the circuit court alleging his or her removal was wrongful and wins the suit, the committee member shall be restored to office and the county committee shall pay the costs incurred by the wrongfully removed committee member in bringing the suit, including reasonable attorney’s fees.”

**Please be assured we have made numerous attempts to contact the other MCREC Board members in an attempt to resolve these issues.** However, no discussions between the Vice Chair, the newly elected Secretary and Treasurer and the other incumbent Board members have taken place. Specifically, an email was sent by Jacqueline Heisse on January 24, 2024 to the Board informing them of the results of the meeting and requesting a meeting to implement a procedure to meet the requirements of the newly adopted Financial Policy (Attachment 14). There has been no response to this email. A phone call was placed to Chair April Culbreath by Jacqueline Heisse within a few days of the meeting in order to discuss next steps to start working as the Treasurer. There was no response to this phone call until February 12, 2024. A voice message from April Culbreath was received as follows: “Hi Jacki, it’s April Culbreath just returning your call. I do look forward to moving forward together. We will have another election at the next meeting. I am pretty confident it will turn out just the same but anyhow we can talk about that more and I do look forward to working with you as our treasurer if that is what takes place which I believe it will anyhow I’ll talk to you soon. Bye-Bye.” On January 28, 2024 Chair April Culbreath sent an email to the membership stating the Special Meeting on January 22, 2024 was “invalid per the RPOF” and that there would be new elections at the recently called February meeting (Attachment 15). At no point was there any specific explanation as to why the meeting was invalid and there was no official documentation from RPOF. In a last attempt for a meeting to resolve these issues, an email was sent by Sandra Freas, Secretary on February 12, 2024 to all the Board members seeking a meeting to resolve these issues and asking for a response by February 15, 2024 (Attachment 16). No answer was received from any of the three Board members named in this grievance. Finally, an audit committee has been secretly formed and an audit scheduled for Monday, February 19, 2024 violating the County

Model Constitution Article VII, Section 8 as outlined above. Therefore, we have no choice but to file this grievance.

We respectfully request that these matters be referred to the Grievance Committee as they clearly “raise issues that are subject to the rules and regulations of the Republican Party of Florida.” These breaches are numerous and egregious, each violate the rights of the MCREC as a body and the rights of its members.

We ask for the following actions to be taken by the RPOF:

- 1) Instruct Chair April Culbreath, State Committeeman Dave Matthews and State Committeewoman Cindy Spray to immediately recognize the validity and affirm to the membership the results of the January 22, 2024 Special Meeting of the MCREC.
- 2) Advise Chair April Culbreath that the removal of precinct committeemen and committeewomen without following RPOF Rules of Procedure and Florida state law is a violation of her oath of office and will not be tolerated. Advise her to restore the member in question to the MCREC rolls.
- 3) Emphasize to Chair April Culbreath, State Committeeman Dave Matthews and State Committeewoman Cindy Spray the importance of the appointment of the audit committee in a manner that complies with the rules and procedures set forth in the County Model Constitution and the timely audit of the financial statements of the MCREC.
- 4) Advise Chair April Culbreath, State Committeeman Dave Matthews and State Committeewoman Cindy Spray that MCREC officers must be elected by the full committee and cannot be appointed by the Chair or Board regardless of the circumstances.
- 5) Instruct Chair April Culbreath, State Committeeman Dave Matthews and State Committeewoman Cindy Spray to provide receipts and other supporting documentation for the use of funds they have incurred to date that have been reimbursed by the MCREC and to cooperate with the newly elected Treasurer Jacqueline Heisse to have such reimbursements approved by the MCREC or, if not, reimbursed to the MCREC treasury.

It is imperative that our Republican Party function both legally and effectively during this important time in our nation’s history. We need to be at our best and currently we are not in Manatee County.

Thank you for your attention to these important and urgent issues within the MCREC. Please feel free to contact us for additional information.

Respectfully,

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